**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. **Name and Address of Reporting Person**
   Hoge Stephen
   C/O MODERNA, INC. 200 TECHNOLOGY SQUARE
   CAMBRIDGE MA 02139

2. **Issuer Name and Ticker or Trading Symbol**
   Moderna, Inc. [ MRNA ]

3. **Date of Earliest Transaction (Month/Day/Year)**
   11/02/2020

4. **If Amendment, Date of Original Filed (Month/Day/Year)**
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

5. **Relationship of Reporting Person(s) to Issuer**
   * Director 10% Owner
   Officer (give title below) President
   Other (specify below) 

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>11/02/2020</td>
<td>M(1)</td>
<td>10,000</td>
<td>$0.99</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/02/2020</td>
<td>S(1)</td>
<td>10,000</td>
<td>$68.02</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/03/2020</td>
<td>M(1)</td>
<td>10,000</td>
<td>$0.99</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/03/2020</td>
<td>S(1)</td>
<td>10,000</td>
<td>$66.75</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>4,116</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>151,933</td>
<td></td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Code</th>
<th>V</th>
<th>(A)</th>
<th>(D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (Right to Buy)</td>
<td>$0.99</td>
<td>11/02/2020</td>
<td>M(1)</td>
<td>10,000</td>
<td>(1)</td>
<td>08/19/2023</td>
<td>Common Stock</td>
<td>10,000</td>
<td>$0</td>
<td>747,431</td>
</tr>
<tr>
<td>Stock Option (Right to Buy)</td>
<td>$0.99</td>
<td>11/03/2020</td>
<td>M(1)</td>
<td>10,000</td>
<td>(1)</td>
<td>08/19/2023</td>
<td>Common Stock</td>
<td>10,000</td>
<td>$0</td>
<td>737,431</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The reported transaction was effected pursuant to a Rule 10b5-1 trading plan adopted on December 27, 2018, as amended on June 1, 2020.
2. These shares are owned directly by a trust for the benefit of Dr. Hoge's spouse and children, of which his spouse is a trustee. The reporting person disclaims Section 16 beneficial ownership of these securities, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for Section 16 or any other purpose.
3. This option is fully vested and exercisable.

**Signature of Reporting Person:**

/s/ Lori Henderson, as Attorney-in-Fact 11/04/2020

**Signature of Reporting Person:**

**Date:**

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SEC Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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